(For Use by Domestic Corporations)

CERTIFICATE OF AMENDMENT TO THE

ARTICLES OF INCORPORATION

. The name of the corpo	rotton le <u>Michigan Bell Tele</u>	none Company
. The location of the reg	gistered office is 444 Michigan	/venue
	Detroit	Michigan 48226
(Nond Street)	. (Town or Chy)	(Zip Codo)
The following amendm	ent to the Articles of Incorporation	was adopted on the <u>28th</u> day of
<u>April,</u> 19	P.75 (Check one of the following)	
	asserdance with Section 611 (2), Act 284, Pul required by statute were rested in favor of the	
() by written execute of exceedance with Section who have not concent permitted only if each (the shareholders having met less than the min n 407 (1) and (2), Act 284, Public Asin of 197 ted in writing has been given. (Note: Writen gravision appears in Articles of brosspousion.)	imon, number of vetes required by statute in 2, at amondus. Written notice to shareholders restreet by less than all of the shareholders to
() by written consent of of 1972, as amended.	all the shareholders antitled to vote in accorde	nue with Section 407 (3), Act 294, Public Auto
esolved, that Article <u>Y</u> ng amended is required t	of the Articles of Incorporation b	e amended to read as follows: (Any artic
The same is Bundred Thou par value of The amount o	Four Hundred Fifty Million D to be divided into One Hundr sand (101,500,000) shares of Fourteen and Two-Sevenths D of the capital stock subscrib- tcles of Association is One B	ed One Hillion Five common stock of the collars (\$14 2/7) each, ed at the time of these cillion One Hundred
Five Million	n Dollars (\$1,105,000,000) an One Billion One Hundred Five ,000),	-
Five Million thereon is O	One Billion One Hundred Five	-
Five Million thereon is O	One Billion One Hundred Five	-
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Vice President - Corporate Services and Secretary

SEAL APPEARS ONLY ON ORIGINAL

C & S-111 (Nov. 2-74)

Signed this 16th day of May, 1975

(Please de set write in spaces below -- for Department use)

MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SELECTIES BUREAU		
Date Received		
JUN - 9 1975		
	FILED	
	JUN- 9 1975 Pelins N. Fel Soulet	
	DMSCTOR Million Department of Connects	

C & S-111 (Rev. 2-74)

INFORMATION AND INSTRUCTIONS

Certificate of Amendment - Demostic Corporations

- This form may be used by both profit and non-profit corporations. In case of a non-profit corporation organized on a non-stock basis, "shareholders" shall be construed to be synonymous with "members".
- 2. An effective date, not later than 90 days subsequent to the date of filling may be stated in the Certificate of Amendment.
- The Certificate of Amendment it required to be signed in ink by the chairmon or vice-chairmon of the board of directors or the president or a vice-president of the corporation.
- One original copy is required. A true copy will be prepared by the Corporation and Securities Bureau
 and returned to the person submitting the Certificate of Amendment for filling.
- 5. FEES: Filing Fee \$10.00
 Franchise Fee (payable only in case of increase in authorized capital stock) ½ mill on each deliar of increase over highest previous authorized capital stock (Make fee payable to State of Michigan)
- 6. Mail form and fee to:
 - Michigan Department of Commerce Corporation and Securities Bureau Corporation Division P. O. Drawer C Lansing, Michigan 48904

C&S-113 (Box. 10-74)

(For Use by Domestic and Foreign Corporations)

CERTIFICATE OF CHANGE OF REGISTERED OFFICE AND/OR CHANGE OF RESIDENT AGENT

Please Read Carefully Instructions on Back of this Form

This certificate is executed in accordance with the provisions of Section 242 of Act 284, Public Acts of 1972, as amended, as follows:

	The name of the corporation is	Michigan Bell Teleph	one Company	
2.	The oddress of its famor registered of	lice is: (See instructions on re	verse side)	
	444 Michigan Avenue	Detroit	Mishina	48226
	(No. and Street)	Detroit (Town or City)	, MICH 1990	(Zip Code)
	The mailing address of its former regis address)	stered office is: (Nood not be a		ifferent from the abov
	(No. end Street or P.O. Box)	(Town or City)	, Michigan	(Zip Code)
3.	(The following is to be completed if the	e address of the registered a	iffice is changed.) -
	The address of the registered office is	changed to:		
	·	•	Michigan	
	(No. and Street)	(Town or City)	I MICHINGO	(Zip Code)
	The mailing address of the registered (above address)	office is changed to: (Need m	iny betelamos ed to	ess different from the
			, Michigan _	(Zip Code)
	(Ne. and Street or P.O. Box)	(Town or City)		(Zip Code)
4.	The name of the former resident agent	. Kenneth J. Boek	e3.00	
	The name of the successor resident ag			
4				
6. Hica		address of its registered of		ess of the business
	*The corporation further states that the	address of its registered of lentical,	fice and the addre	
ffice 7.	"The corporation further states that the of its resident agent, as changed, are id." The changes designated above were a	address of its registered of dentical, uthorized by resolution duly	fice and the address	
ffice 7.	"The corporation further states that the off its resident agent, as changed, are id	address of its registered of dentical, uthorized by resolution duly	fice and the address	
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Hica 7.	"The corporation further states that the of its resident agent, as changed, are id." The changes designated above were a	address of its registered of dentical, uthorized by resolution duly	fice and the address	
ffice 7.	"The corporation further states that the of its resident agent, as changed, are id." The changes designated above were a	address of its registered of dentical, uthorized by resolution duly	fice and the address	erd of directors.
ffice 7.	"The corporation further states that the of its resident agent, as changed, are id." The changes designated above were a	address of its registered of dentical, uthorized by resolution duly	fice and the address adopted by its ba	erd of directors.
ffice 7.	"The corporation further states that the of its resident agent, as changed, are id." The changes designated above were a	address of its registered of dentical. uthorized by resolution duly 19 77 (Signeture of President, Vic	adepted by its ba	erd of directors.
Hica 7.	The corporation further states that the off its resident agent, as changed, are id. The changes designated above were as this let day of August	oddress of its registered of dentical. uthorized by resolution duly 19 77 (Signature of President, Vic. David K. Basilo	adepted by its ba	erd of directors.
ffice 7.	"The corporation further states that the of its resident agent, as changed, are id." The changes designated above were a	oddress of its registered of dentical. uthorized by resolution duly 19 77 (Signature of President, Vic. David K. Basilo	adopted by its be	erd of directors.
7.	The corporation further states that the off its resident agent, as changed, are id. The changes designated above were at this lat day of August	oddress of its registered of dentical. uthorized by resolution duly 19 77 (Signature of President, Vic. David K. Basilo	adopted by its be	erd of directors. In or Vice-Chairman
7.	The corporation further states that the off its resident agent, as changed, are id. The changes designated above were as this let day of August	oddress of its registered of dentical. uthorized by resolution duly 19 77 (Signature of President, Vic. David K. Basilo	adopted by its be	erd of directors. The second of directors of directors of the second of

(Please do not write in spaces below - for Department use)

MICHIGA- DEPARTMENT	MICHIGA- DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU		
Date Received			
AUG - 4 1977			
	FILED Michigan Department of Commerce		
	AUG 51977		
	Colored Ville Grachet		

C & 8 - 113 (Rev. 10-75)

INFORMATION AND INSTRUCTIONS

Cortificate of Change of Registered Office and/or Change of Resident Agent

- Insert the present address of the registered office in part 2 of the certificate. This address must agree with the address of the registered office as designated in the articles of incorporation or subsequent corporate certificate reflecting a change as filled with the Corporation and Securities Bureau.
- 2. A post office box is not permitted to be designated as the address of the registered office. The malling address may differ from the address of the registered office only if a post office box address in the same city as the registered office is designated as the mailing address.
- 3. Insert the name of the present resident agent in part 4 of the certificate. This name must agree with the name of the resident agent as designated in the articles of incorporation or subsequent corporate certificate reflecting a change as filed with the Corporation and Securities Bureau.
- The Certificate is required to be signed in ink by the chairmen or vice-chairmen of the beard, or the
 president or a vice-president of the corporation.
- One original copy is required. A true copy will be prepared by the Corporation and Securities Bureau and returned to the person submitting the Certificate for filling.
- 7. Mail form and fee to:

Michigan Department of Commerce Corporation and Securities Bureau Corporation Division P. O. Box 30034 Lansing, Michigan 48909

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	FILED			SEP	-637
•	sep- 6 1979				
	Sinterple	•			
	DIRECTOR Michigan Department of Commerce	•	ł		
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		icate of amenda NCLES of Incorp			
	lersigned corporation execute to the provisions of Section 6			ticles of Incorpor	ration
. The	name of the corporation is	Michigan Bell Te	lephone Company		
. The	iocation of the registered o	ffice is			11 th
444 M	ichigan Avenue	Detro	E Michigo	n 48226	
	(No. and Street)	(Town or City)		(Bay Code,	
3. The	following amendment to the	e Articles of Incorporation	in was adopted on the .	23rd day of	
	April , 19 79 (0	Check one of the following	ng) _		
(Z .)	: by the increholders in accordance	with Section 611 (2), Act 284,	Public Acre of 1972, as unan	And. The Intercory	
	number all shores as required by				
()	by written sensent of the sharehell ecoardence with Section 407 (1) or	nd (2), Act 284, Public Acts of	1972, us amended. Written no	wheel by statute in firs to standardors i the standardors in	
	who have not concerned in writing parallel unity if such provides ap	poors in Articles of Inderpoorts	MA		ne ne
()	by written consent of all the short of 1972, as examined.	see at other or belitten reblade	ordenen with Bottlen 487 (3), A	M 764, P.A. Acts	
			-		
	d, that Article of the		n been at behnema ed n	a follows. (Any	article
			w **		
		ARTICLE V			1, 1, 2
	The amount of is One Billion Seven		of said corporation		
	The same is to be div	rided into One Hund	red Mineteen Millio		
	(119,000,000) shares Pourteen and Two-Seve	of common stock of	the par value of	rten t	
	of capital stock subs	scribed at the time	of these amended A	rticles	
	of Association is Ore				14 1
	Five Hundred Twenty N			lion	
	Five Hundred Twenty 8 (\$1,372,529,414) and				
•	(\$1,372,529,414) and Three Hundred Seventy	Two Million Five !		•	
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•	(\$1,372,529,414) and Three Hundred Seventy	Two Million Pive ! Fourteen Dollare	(\$1,372,529,414).		

(Please do not write in spaces below - for Departme C4.-111 (Res. 1-81) MICHIGAN DEPARTMENT OF COMMERCE -- CORPORATION AND SECURITIES BUREAU FILED Date Received JUN - 7 1962 JUL - 8 1982 Administrator MICHIGAN DEPARTMENT OF COMMETCE Corporation & Securities Bureau (See Instructions on Reverse Side) (For Use by Domestic Corporations) CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION INSERT CORPORATION NUMBER 0 4 The undersigned corporation executes the following Certificate of Amendment to its Articles of Incorporation pursuant to the provisions of Section 631, Act 284, Public Acts of 1972, as amended: 1. The name of the corporation is <u>Michigan Rell Telephone Company</u> 2. The location of the registered office is 4/4 Michigan Avenue Detroit The following amendment to the Articles of Incorporation was adopted on the February 19 82 (Check one of the following) day of: (Check one of the following) (X) by the shareholders in accordance with Section 611 (2), Act 284, Public Acts of 1972, as amended. The necess number of shares as required by statute were voted in favor of the amendment () by written consent of the shareholders having not less then the minimum number of votes required by statute in accordance with Section 407 (1) and (2), Act 204, Public Acts of 1972, as amonded. Written notice to shareholders who have not consented in writing has been given. (Note: Written consent by tree than all of the shareholders is permitted only if such provision appears in Articles of Incorporation.) [) by written consent of all the strareholders entitled to vote in accordance with Section 407 (3), Act 264, Public Acts of 1972, as amended Resolved, that Article _______ of the Articles of Incorporation be amended to read as follows: (Any article being amended is required to be set forth in its entirety.) ARTICLE V The amount of authorized stock of said corporation is one hundred twenty million fifty thousand (120,050,000) shares of common stock with a par value of fourteen and two-sevenths dollars (\$14 2/7) per shere. Signed this 19th day of May 1982 Jack H. Shuler, Vice President-General Counsel & Secy.

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW. (Include name, street and number (or P.O. box), city, state and zig

> Michael S. Pabian, Esquire 444 Michigan Avenue - Room 1670 Detroit, Michigan 48226

Telephone: Area Code	313
	223-8033

INFORMATION AND INSTRUCTIONS Certificate of Amendment — Domestic Corporations

1. Submit one original copy of the Cortificate of Amendment to the Articles of Incorporation, Upon the filing, a microfilm copy will be prepared for the records in the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box above as evidence of the filling.

Since the corporate documents are microfilmed for the Bureau's files, it is imperative that the document submitted for filing be legible so that a usable microfilm can be obtained. Corporate documents with poor black and white contrast, whether due to the use of a worn typewriter ribbon or due to a poor quality of reproduction, will be rejected.

- 2. This form may be used by both profit and non-profit-stock corporations.
- An effective date, not later than 90 days subsequent to the date of filling may be stated in the Cartificate
- 4. The Certificate of Amendment must be signed in link by the chairperson or vice-chairperson of the board of directors or the president or a vice-president of the corporation.
- Franchise Fee (psyable only in case of increase in authorized capital stock) 1/2 mill on each dollar of increase over highest previous authorized capital stock (Make remittance payable to State of Michigan)
- 6. Mail form and fee to:

Michigan Department of Commerce Corporation and Securities Bureau Corporation Division P.O. Box 30054 Lansing, Michigan 48909 Tel. (517)-373-0493

SEAL APPEARS ONLY ON ORIGINAL

M	CHIGAN DEPARTMENT OF	COMMERCE - CORPORATION	N AND SECUI	RITIES BUREAU
the second se		FILED		Date Received
		APR 1 1 198	3	MAR 4 1983
		Administrator MICHIGAN DEPARTMENT OF Corporation & Securities	COMMERCE Bureau	
CEDTICICAT	For Use	ee Instructions on Reverse Side by Domestic and Foreign Cor	porations	ne perinent agent
JENTIFICA			0 4 3 -	309
This certif	icate is executed in accorda	nce with the provisions of Secti		284, Public Acts of 1972,
1. The n	ame of the corporation is	Michigan Bell Tele	phone Com	pany
(No. s	<u> </u>	ered office is: (Complete only if diffe		
		registered office is changed ffice is changed to: (See Part 3 o	f instructions)	
(No. i	and Street)	(Town or City)	, Michigan _	(Zip Code)
	mailing address of the region instructions)	istered office is changed to:		
(P.O.	Sox)	(Town or City)	, Michigan _	(Zip Code)
		as currently on file with the C H. Shuler	orporation an	d Securities Bureau is
	plete if the resident agent name of the successor resi		Wells	
	corporation further states the of its resident agent, as	at the address of its registered changed, are identical. Yes		address of the business
7. The c		vere authorized by resolution du	ly adopted by	its board of directors or
		Signed this 28th day of	Februar	y, 19 <u>83</u>
		av X H. Wayn	0.112061	V.

(Signature of President, Vice-President, Sectionary, Assistant Secretary, Chairperson or Vice-Chairperson)
H. WAYNE WELLS

Vice President, General Counsel & Secretary
(Type or Print Name and Title)

7

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDR :: S INDICATED IN THE BOX BELOW. Include name, street and numbe of P.O. box), city, state and zip code.

Nancy L. Davis, Attorney Michigan Bell Telephone Company 444 Michigan Avenue, Room 1750 Detroit, MI 48226

Felephone: Area Code	313
Number	223-5440

INFORMATION AND INSTRUCTIONS Certificate of Change of Registered Office and/or Change of Resident Agent

- 1. Submit one original copy of the Certificate of Change of Registered Office and/or Change of Resident Agent. A microfilm copy will be prepared for the records in the Corporation and Securities Bureau and the original copy will be returned to the address appearing in the box above as evidence of the filing.
 - Since the corporate documents are microfilmed for the Bureau's files, it is imperative that the document submitted for filing be legible so that a usable microfilm can be obtained. Corporate documents with poor black and white contrast will be rejected.
- 2. Insert the present address of the registered office in part 2 of the Certificate. This address must agree with the address of the registered office as designated in the articles of incorporation or subsequent corporate certificate reflecting a change as filed with the Corporation and Securities Bureau.
- 3. A post office box may not be designated as the address of the registered office. The mailing address may differ from the address of the registered office only if a post office box address in the same city as the registered office is designated as the mailing address.
- 4. Insert the name of the present resident agent in part 4 of the Certificate. This name must agree with the name of the resident agent as designated in the articles of incorporation or subsequent corporate certificate, reflecting a change as filed with the Corporation and Securities Bureau.
- 5. The Certificate must be signed in ink by the chairperson or vice-chairperson of the board, or the president, vice-president, secretary or assistant secretary of the corporation.
- 6. Filing Fee: \$5.00. (Make remittance payable to State of Michigan)
- 7. Mail form and remittance to:

Michigan Department of Commerce Corporation and Securities Bureau Corporation Division P.O. Box 30054 Lansing, Michigan 48909 Tel. (517)-373-0493

C&S-113 (Rev. 12-81)

C45-111

(For Use by Domestic Corporations)

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

The name of the corporation executes the following Cartificate of Amendment to its Anticles of Incorporation reward to the provisions of Section 631, Act 284, Fublic Acts of 1972. 1. The name of the corporation is Michigan Bell Telephone Company The location of the registered office is 444 Michigan Avenue Detroit Michigan 48226 (Re Cete) 2. The following amendment to the Articles of Incorporation was adopted by the shareholders of the reportation in accordance with Subsection (2) of Section 611, Act 284, Fublic Acts of 1972, on the 13th day December 19.85. Resolved, that Article V of the Articles of Incorporation by amended to read as follows: (Any article ling amended is required to be set forth in its entirety.) ARTICLE V The amount of authorized stock of said corporation is one hundred twenty million edgeth hundred and ten thousand (120,810,000) shares of common stock with a par value of fourteen and two-sevenths dollars (\$14 2/7) per share.	Michig	gan Bell Telephone (Company	
1. The name of the corporation is Michigan Bell Telephone Company The isocition of the registered office is 444 Michigan Avenue Detroit (form or City) 2. The following amendment to the Articles of Incorporation was adopted by the shareholders of the reporation in accordance with Subsection (2) of Section 611, Act 284, Public Acts of 1972, on the12th day	The mademinant comments and a	(Neme of Corporation)		
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2. The following amendment to the Articles of Incorporation was adopted by the shareholders of the reporation in accordance with Subsection (2) of Section 611, Act 284, Public Acts of 1972, on the13th day	1. The name of the corporation (Michigan Bell To	elephone Company	
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ARTICLE V The amount of authorized stock of said corporation is one hundred twenty million eight hundred and ten thousand (120,810,000) shares of common stock with a par value of fourteen and two-sevenths dollars (\$14 2/7) per share. 3. The necessary number of shares as required by statute were veted in favor of the grandment. The necessary number of shares as required by statute were veted in favor of the grandment. The necessary number of shares as required by statute were veted in favor of the grandment. The necessary number of shares as required by statute were veted in favor of the grandment. Note of the grandment of	# December 19.85	_		
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MICHIGAN DEPART	MICHIGAN DEPARTMENT OF COMMERCE CORPORATION AND SECURITIES BUREAU		
Date Received			
MAY 1 3 1985	FILED		
	MAY 21 1985		
	Administrator MICHIGAN DEPARTMENT OF COMMERCE Corporation & Securities Bureau		

C & 5-111

INFORMATION AND INSTRUCTIONS

Certificate of Amondment - Domestic Corporations

- This form may be used by both profit and non-profit corporations. In case of a non-profit corporation organized on a non-stock basis, "shareholders" shall be construed to be synonymous with "members".
- An effective date, not later than 90 days subsequent to the date of filling may be stated in the Certificate of Amendment.
- The Certificate of Amendment is required to be signed in link by the chairman or vice-chairman of the board of directors or the president or a vice-president of the corporation.
- One original copy is required. A true copy will be prepared by the Corporation and Securities Bureau and returned to the person submitting the Cortificate of Amendment for filling.
- 5. #EES: Filing fee \$10.00 Franchise fee (payable only in case of increase in authorized capital stock) ½ mill on each dollar of increase over highest previous authorized capital stock (Make fee payable to State of Michigan)
- 6. Mail form and fee to:
- Michigan Department of Commerce
 Corporation and Securities Bureau
 Corporation Division
 P. O. Brawer C
 Lansing, Michigan 48904

AS-520 (Rw. 1-64)	B74	E#2198 U2U6 DAUS 1
MICHIGAN DEPARTMEN	NT OF COMMERCE - CORPORATION AND SEC	URITIES BUREAU
FOR BUREAU USE ONLY)		Date Received
	FILED	FEB 0 6 1987
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•	Administrator Micki4AN Department of Commerce	
	Carporation & Socurities Bureau	
	PERISTENEE OFFICE AND/OR CHAN r use by Domestic and Foreign Corporations	IGE OF RESIDENT AGENT
	tions and Paperwork Reduction Act notice	on reverse side)
•	Public Acts of 1972, as amended (profit corporat	
nonprofit corporations), the undersigned (corporation executes the following Certificate:	ions), or act toz, rubic acts of 190
1. The name of the corporation is: Mic	chigan Bell Telephone Company	
2. The corporation identification number		043-309
3. a. The address of the registered of	ffice as currently on file with the Bureau is:	
•		A0226
444 Michigan Avenue	Detroit	, Michigan 48226
	, - <i>,</i>	- (E. 3000)
D. The mailing address of the regi	stered office if different than above is:	
(PO Box)		, Michigan
	(City)	(ZIP Gode)
c. The name of the resident agent of the H. Wayne Wells	as currently on file with the Bureau is:	
n. nayne wells		
A (Operation of the second		
 (Complete if the address of the The address of the registered or 		
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(Street Address)	(City)	, Michigan(ZIP Code)
The mailing address of the registere	ed office if different than above is:	,=•
		, Michigan
(P.O. Box)	(City)	(ZIP Code)
•		
5. (Complete if the resident agent is ch	hanged)	
The name of the successor resident	t agent is:	
	Marian N. Byrnes	
6. The corporation further states that th	ne address of its registered office and the address	e of the husiness office of its residen
agent, as changed, are identical. Y	-	2 or the paginess office of its (45)(45)
	d by resolution duly adopted by its board of dire	ectors or trustees.
-		168
	Signed this 3d day of F. L	, 19 8 7
	orgined this day of bhildhu	, 19 <u>4</u> /
	Signed this 3d day of February By H. Wayne Well	00
	By Wayne Will	Nure)
	H. WAYNE WELLS	Counsel & Secretary
	Vice President, General	
	Tippe of cities remi	······································

C&S-520 (Rev. 1-84)

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW. Include name, street and number (or P.O. box), city, state and ZIP code.

Name of person or organization remitting fees:

Merrick T. Malone, Esq.
Michigan Bell Telephone Company
444 Michigan Avenue
Room 1750
Detroit, Michigan 48226

Preparer's name and business telephone number:

Merrick T. Malone

313 223-8026

INFORMATION AND INSTRUCTIONS

- 1. This form is issued under the authority of Act 284, P.A. of 1972, as amended, and Act 162, P.A. of 1982. The certificate of change of registered office and/or change of resident agent cannot be filed until this form, or a comparable document, is submitted.
- 2. Submit one original copy of this document. Upon filing, a microfilm copy will be prepared for the records of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box above as evidence of filing.
 - Since this document must be microfilmed, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected
- 3. This document is to be used pursuant to section 242 of the Act by domestic and foreign, profit and nonprofit, corporations for the purpose of changing their registered office or resident agent, or both.
- 4. Item 2 Enter the identification number previously assigned by the Bureau. If this number is unknown, leave it blank.
- 5. Item 3 The address of the registered office and the name of the resident agent must be the same as are designated in the articles of incorporation or subsequent change filed with the Bureau.
- 6. Item 4 A post office box may not be designated as the address of the registered office. The mailing address may differ from the address of the registered office only if a post office box address in the same city as the registered office is designated as the mailing address.
- 7. This certificate must be signed in ink by the president, vice-president, chairperson, vice-chairperson, secretary or assistant secretary of the corporation.
- 8. FEES: Filing fee (Make remittance payable to State of Michigan)\$ 5.00
- 9. Mail form and fee to:

Michigan Department of Commerce Corporation and Securities Bureau Corporation Division P.O. Box 30054 Lansing, Michigan 48909 Telephone: (517)373-0493

OR BUREAU USE ONLY)	301 0 6 1087
FILED	
JUL -8 1987	
Administrator MICHIGAN DEPARTMENT OF COMMERCE	
Corporation & Securities Bureau	

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION For use by Domestic Corporations

(Please read instructions and Paperwork Reduction Act notice on last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, as amended (profit corporations), or Act 162, Public Acts of 1982, as amended (nonprofit corporations), the undersigned corporation executes the following Certificate:

1.	The present name of the corporation	ls: Michigan Bell Telep	hone Company	
2.	The corporation identification number	(CID) assigned by the Bureau is		
3.	The location of its registered office is	:	~~	
	444 Michigan Avenue	Detroit	, Michigan 48226	

4.	Article XI	of the	Articles of	Incorporation	is hereby	amended to	read
	as follows:						

A new Article XI reading in its entirety as follows is added:

"A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for a breach of the director's fiduciary duty. However, this Article shall not eliminate or limit the liability of a director for any of the following:

- A breach of the director's duty of loyalty to the Corporation or its shareholders.
- (2) Acts or omissions not in good faith or that involve intentional misconduct or knowing violation of law.
- (3) A violation of Section 551(1) of the Michigan Business Corporation Act
- (4) A transaction from which the director derived an improper personal benefit.
- (5) An act or omission occurring before the effective date of this Article XI.

Any repeal or mcwification of this Article XI by the shareholders of the Corporation shall not adversely affect any right or protection of any director of the Corporation existing at the time of, or for or with respect to, any acts or omissions occurring before such repeal or modification-

5.	INCORPO	TE SECTION (8) IF AMENDMENT WAS ADOPTED BY THE MANIMOUS CONSENT OF THE PRATOR(S) BEFORE THE FIRST MEETING OF THE BOARD OF DIRECTORS OR TRUSTEES, ISE, COMPLETE SECTION (b)
a.	of	oregoing amendment to the Articles of Incorporation was duly adopted on the day
		(Signatures of all incorporators; type or print name under each signature)
b.	X The to	oregoing amendment to the Articles of Incorporation was duly adopted on the day
		was duly adopted in accordance with Section 611(2) of the Act by the vote of the shareholders if a profit corporation, or by the vote of the shareholders or members if a nonprofit corporation, or by the vote of the directors if a nonprofit corporation organized on a nonstock directorship basis. The necessary votes were cast in favor of the amendment.
		was duly adopted by the written consent of <u>all</u> the directors pursuant to Section 525 of the Act and the corporation is a nonprofit corporation organized on a nonstock directorship basis.
		was duly adopted by the written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
	X	was duly adopted by the written consent of all the shareholders or members entitled to vote in accordance with Section 407(3) of the Act.
		Signed this lat day of July . 1987 By Wayne Wells (Signature)
		H. Wayne Wells Vice PresGen'l Cnsl & Secv. (Type or Print Name) (Type or Print Title)

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW. Include name, street and number (or P.O. box), city, state and ZIP code.

Name of person or organization remitting fees:

Michigan Bell Telephone Co.

Mary M. Waterstone General Attorney Michigan Bell Telephone Company 444 Michigan Avenue - Room 1750 Detroit, Michigan 48226 Preparer's name and business telephone number:

Mary M. Waterstone

(313) 223-8590

INFORMATION AND INSTRUCTIONS

- 1. This form is issued under the authority of Act 284, P.A. of 1972, as amended, and Act 162, P.A. of 1982, as amended. The amendment cannot be filed until this form, or a comparable document, is submitted.
- Submit one original copy of this document. Upon filling, a microfilm copy will be prepared for the records
 of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in
 the box above as evidence of filling.
 - Since this document must be microfilmed, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
- 3. This document is to be used pursuant to the provisions of section 631 of the Act for the purpose of amending the articles of incorporation of a demestic profit or nonprofit corporation. Do not use this form for restated articles. A nonprofit corporation is one incorporated to carry out any lawful purpose or purposes not involving pocuniary profit or gain for its directors, officers, shareholders, or members. A nonprofit corporation organized on a nonstock directorship basis, as authorized by Section 302 of the Act, may or may not have members, but if it has members, the members are not entitled to vote.
- Item 2 Enter the identification number previously assigned by the Bureau. If this number is unknown, leave it blank.
- Item 4 The article being amended must be set forth in its entirety. However, if the article being amended is divided into separately identifiable sections, only the sections being amended need be included.
- 6. This document is effective on the date approved and filed by the Bureau. A later effective date, no more than 90 days after the date of delivery, may be stated.
- 7. If the amendment is adopted before the first meeting of the board of directors, item 5(a) must be completed and signed in ink by all of the incorporators listed in Article V of the Articles of Incorporation. If the amendment is otherwise adopted, item 5(b) must be completed and signed in ink by the president, vice-president, chairperson, or vice-chairperson of the corporation.
- 9. Mail form and fee to:

Michigan Department of Commerce Corporation and Securities Bureau Corporation Division P.O. Box 30054 Lansing, MI 48909 Telephone: (517) 334-6302

		DEPARTMENT OF	COMMERCE	- CORPORAT	ion and se	CURITIES E	BUREAU	
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CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION For use by Domestic Corporations

(Please read instructions and Paperwork Reduction Act notice on last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, as amended (profit corporations), or Act 162, Public Acts of 1982, as amended (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is: MICHIGAN BELL TELEPHONE COMPANY

_	444 Michigan Avenue	Detroit , Michigan 48226
	Article	of the Articles of Incorporation is hereby amended to
	See Attachment A	
	:	

INCORPO	TE SECTION IF THE PRATOR(S) BEFORE TH ISE, COMPLETE SECTION	AMENDMENT WAS ADOPTED B BE FIRST MEETING OF THE B ON (b)	BY HE UNANIMOUS CONSE DARD OF DIRECTORS OR	nt of the Trustees;
or	, 19	the Articles of Incorporation was	provisions of the Act by the	unenimous
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*apticipation		· · · · · · · · · · · · · · · · · · ·		
	(Signatures of all i	ncorporators; type or print nam	ne under each signature)	
-	•	the Articles of Incorporation v	•	•
	was duly adopted in ac profit corporation, or by vote of the directors if	cordance with Section 611(2) of the vote of the shareholders or real a nonprofit corporation organicast in favor of the amendme	the Act by the vote of the shi nembers if a nonprofit corpora zed on a nonstock directors?	areholders if a
		written consent of <u>all</u> the directo rofit corporation organized on a		
	minimum number of vo Written notice to share	he written concent of the shareholders required by statute in accord holders or members who have no a then all of the shareholders or a of incorporation.)	ience with Section 407(1) and toonsented in writing has been	(2) of the Act. n given. (Note:
X	was duly adopted by accordance with Secti	the written consent of all the si on 407(3) of the Act.	harehoulers or members entit	ded to vote in
		Signed this 26th day of _	March	, 19 <u>90</u>
		H. Wayne Wells	Vice President General Counsel	
(MICH 272)	, (1990 or Print House)	(1)	कुरू का २२०१४ (१७०)

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW. Include name, street and number (or P.O box), city, state and ZIP code.

Name of person or organization remitting fees.

C T Corporation System

Ms. Marianne Kozicki C T Corporation System 208 S. LaSalle St. Chicago, IL 60604 Preparer's name and business talephone number:

Donna Harris Massey

(312) 609-6317

INFORMATION AND INSTRUCTIONS

- 1. The amendment cannot be filed until this form, or a comparable document, is submitted.
- Submit one original copy of this document. Upon filing, a microfilm copy will be prepared for the records
 of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in
 the box above as evidence of filing.
 - Since this document must be microfilmed, it is important that the filling be legible. Documents with poor black and white contrast, or otherwise lilegible, will be rejected.
- 3. This document is to be used pursuant to the provisions of section 631 of the Act for the purpose of amending the articles of incorporation of a domestic profit or nonprofit corporation: Do not use this form for restated articles. A nonprofit corporation is one incorporated to carry out any lawful purpose or purposes not involving pecuniary profit or gain for its directors, officers, shareholders, or members. A nonprofit corporation organized on a nonstock-directorship basis, as authorized by Section 302 of the Act, may or may not have members, but if it has members, the members are not entitled to vote.
- Item 2 Enter the identification number previously assigned by the Bureau. If this number is unknown, leave it blank.
- Item 4 The article being amended must be set forth in its entirety. However, if the article being amended is divided into separately identifiable sections, only the sections being amended need be included.
- This document is effective on the date approved and filed by the Bureau. A later effective date, no more than 90 days after the date of delivery, may be stated.
- 7. If the amendment is adopted before the first meeting of the board of directors, item 5(a) must be completed and signed in ink by all of the incorporators listed in Article V of the Articles of Incorporation. If the amendment is otherwise adopted, item 5(b) must be completed and signed in ink by the president, vice-president, chairperson, or vice-chairperson of the corporation.
- 9. Mail form and fee to:

Michigan Department of Commerce Corporation and Securities Bureau Corporation Division P.O. Box 30054 6546 Mercantile Way Lansing, MI 48909 Telephone: (517) 334-5302

SEAL APPEARS ONLY ON ORIGINAL

ATTACHMENT A

The Articles of Association of Michigan Bell Telephone Company hereby are amended as follows:

A. Article VI hereby is amended as follows:

"ARTICLE VI

There shall not be a Loard of directors. The business of the corporation shall be managed by the shareholders of the corporation, as permitted under Section 463 of the Michigan Business Corporation Act. The effect of this provision is to impose upon the shareholders the liability for managerial acts or omissions that is imposed on directors by law."

B. Articles VII, VIII and XI hereby are deleted in their entirety and the remaining articles shall be renumbered so that Article IX becomes Article VII and Article X becomes VIII.

MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU

(FOR BUREAU USE ONLY)

Date Received MAY 0.9 1991

MAY 2.2 1991

Administrator MICHIGAN DEPARTMENT OF COMMERCE Corporation & Securities Bureau

CERTIFICATE OF CHANGE OF REGISTERED OFFICE AND/OR CHANGE OF RESIDENT AGENT

For use by Domestic and Foreign Corporations

(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

۱.	The name of the corporation is: Michigan Bell Telepho	ne Company		
2	The corporation identification number (CID) assigned by the Bureau	is:	0 4 3 -	3 0 9
١.	a. The address of the registered office as currently on file with the E	Bureau is:		
	444 Michigan Avenue	Detroit	, Michigan _	48226
	(Street Address)	(City)	— , wildingair —	(ZIP Code)
	b. The mailing address of the above registered office, if different, is	:		
			, Michigan _	
	(P.O. Box)	(City)	. •	(ZIP Code)
	c. The name of the resident agent as currently on file with the Bure.	au is:		
		Marian	N. Byrnes	
	COMPLETE THE APPROPRIATE ITEMS FOR ANY IN	FORMATION TH	AT HAS CHANG	GED
	The address of the registered office is changed to:			
	444 Michigan Avenue, Room 1750	Detroit	, Michigan _	48226
	(Street Address)	(City)		(ZIP Code)
	The mailing address of the above registered office, if different, is:			
	444 Michigan Avenue, Room 1750	Detroit	, Michigan .	48226
	(P.O. Box)	(City)		(ZIP Code)
	The name of the successor resident agent is:	Macks		
	The corporation further states that the address of its registered office are identical. Yes	ce and the addres	s of its resident	agent, as change
•	The above changes were authorized by resolution duly adopte this form is being filed by the resident agent of a profit corporation.			
	b. A copy of this statement has been mailed to the corporation.			

Signed this 2 day of May , 19 91

By Richard J. Metzger, V.P., General Counsel (Type or Print Title)

(Type or Print Name)

9F

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW. Include name, street and number (or P.O. box), city, state and ZIP code.

Name of person or organization remitting fees:

Jonathan P. Macks, Senior Attorney Michigan Bell Telephone Company 444 Michigan Avenue Room 1750 Dutroit, Michigan 48226

Preparer's name and business telephone number:

Jonathan P. Macks

(313) 223-8002

INFORMATION AND INSTRUCTIONS

- The certificate of change of registered office and/or change of resident agent cannot be filed until this form, or a comparable document, is submitted.
- 2. Submit one original copy of this document. Upon filing, a microfilm copy will be prepared for the records of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box above as sevidence of filing.

Since this document must be microfilmed, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.

- 3. This document is to be used pursuant to section 242 of the Act by domestic and foreign corporations for the purpose of changing their registered office or resident agent, or both.
- 4. Item 2 Enter the identification number previously assigned by the Bureau. If this number is unknown, leave it blank.
- 5. Item 3 The address of the registered office and the name of the resident agent must be the same as are designated in the articles of incorporation or subsequent change filed with the Bureau.
- 6. Item 4 A post office box may not be designated as the address of the registered office. The resident agent can change the registered office by filing this form only if this is a profit corporation.
- 7. This certificate must be signed in ink by the president, vice-president, chairperson, vice-chairperson, secretary or assistant secretary of the corporation. (Profit corporations only): If only the registered office address is changed, it may be signed by the resident agent without addressing item 5 or item 7(a).
- Mail form and fee to:
 Michigan Department of Commerce
 Corporation and Securities Bureau
 Corporation Division
 P.O. Box 30054
 6546 Mercantile Way
 Lansing, Michigan 48909
 Telephone: (517) 334-6302

SEAL APPEARS ONLY ON ORIGINAL

C&S-541 (10/89)	\sim	X or	149715 0930 DEGET \$12.5
N	MICHIGAN DEPARTMENT C	F COMMERCE — CORPORATION AND SE	CURITIES BUREAU
(FOR BUREA	AU USE ONLY)	FILED	Date Received SEP 2 7, 1991
		SEP 27 1991	
		Administrator VICHIGAN DEPARTMENT OF COMMER Corporation & Securities Rures	
EXPIRATION	DATE: December 31, 19 <u>9</u> 6		

CERTIFICATE OF ASSUMED NAME

For use by Corporations and Limited Partnerships

(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 162, Public Acts of 1982 (nonprofit corporations), or Act 213, Public Acts of 1982 (limited partnerships), the corporation or limited partnership in

			···	
1.	The true name of the corporation or limited partnersh Michigan Bell Telephone Company	p is:		
		•		
2.	The identification number assigned by the Bureau is:	0 4 3	<u> - 3 0 9</u>	9]
3.	The location of the corporate registered office or the maintained is:	office at which	the limited pa	artnership records a
ı	444 Michigan Avenue, Room 1750	Detroit,	Michigan	48226

4. The assumed name under which business is to be transacted is: Telecommunications 2000 V

Signed this 26th day of September	1991
Q1 x n. A	
By helps	
Pichard I Metzger - Vice President-General	Couns

& Secretary (Type or Print Name)

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW. Include name, street and number 46 (or P.O. box), city, state and ZIP code.

Name of person or organization remitting fees:

Jonathan P. Macks, Senior Attorney
Michigan Bell Telephone Company
444 Michigan Avenue
Room 1750
Detroit, Michigan 48226

Preparer's name and business telephone number:

Jonathan P. Macks

(318 223-8002

INFORMATION AND INSTRUCTIONS

- In order to file an assumed name with this agency this form, or a comparable document, must be submitted. This certificate of assumed name is to be used by a corporation or limited partnership desiring to transact business under an assumed name other than the true name of the corporation or limited partnership.
- Submit one original copy of this document. Upon filing, a microfilm copy will be prepared for the records of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box above as evidence of the filing.
 - Since this document must be microfilmed, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
- 3. The certificate shall be effective for a period expiring on December 31 of the fifth full calendar year following the year in which it was filed, unless a certificate of termination is filed.
- 4. The same name may be assumed by two or more limited partnerships participating together in any partnership or joint venture. The same name may be assumed by two or more corporations, or by one or more corporations and one or more limited partnerships or other enterprises, in the case of corporations and other enterprises participating together in a partnership or joint venture. Each participant corporation or limited partnership shall file a certificate under this section.
- 5. Item 1 For domestic corporations and limited partnerships, the true name is the name contained in its current articles of incorporation or certificate of limited partnership (as amended or restated.) For foreign corporations and limited partnerships the true name is that name under which it obtained its authority to transact business or conduct affairs in Michigan.
- Item 2 Enter the identification number previously assigned by the Bureau. If this number is unknown, leave it blank.
- 7. Item 3 If a foreign limited partnership, this address must be that shown in item 6 of the application for registration to transact business in Michigan.
- 8. If a corporation, this certificate must be signed in ink by an authorized officer or agent of the corporation. If a limited partnership, it must be signed in ink by at least one general partner.
- 10. Mail form and fee to:

Michigan Department of Commerce, Corporation and Securities Bureau, Corporation Division, P.O. Box 30054, 6546 Mercantile Way, Lansing, MI 48909, Telephone: (517) 334-6302

MICHIGAN DEPARTMENT	OF COMMERCE - CORPO	RATION AND SECURITIES BUREAU
Date Received		(FOR BUREAU USE ONLY)
AUG 1 7 1992		FILED
		AUG 2 8 1992
Name Jonathan P. Macks Address		Administrator MICHIGAN DEPARTMENT OF COMMERCE Corporation & Securities Bureau
444 Michigan Avenue, Room	m 1750	
City State Detroit Michiga	Zip Code n 48226	Expression DEC 3 1 1997

CERTIFICATE OF ASSUMED NAME

For use by Corporations and Limited Partnerships (Please read information and instructions on reverse side)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), or Act 213, Public Acts of 1982 (limited partnerships), the corporation or limited partnership in item one below executes the following Certificate:

MICHIGAN BELL TELEPHONE COMPANY /						
ntained is:						
8226						
IP CODE)						
4. The assumed name under which business is to be transacted is:						

Signed this_	5th	_day of.	Aı	ıqust	
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Ву	qual	Jun.	SIGNA	wh	
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<u>Jonatha</u>	n P. M	acks,	Ass't.	Sec./Senior	Attorney
(TYPE OR PRI					YPE OR PRINT TITLE)

(LIMITED PARTNERSHIPS CHLY - INDICATE NAME OF GENERAL PARTNER IF A CORPORATION OR OTHER ENTITY)